FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Herrman Ernie  |  |      |                              |          |       | 2. Issuer Name and Ticker or Trading Symbol TJX COMPANIES INC /DE/ [ TJX ] |   |  |                    |                    |   |   |             |        |  | all app<br>Direct<br>Office | olicable)<br>etor<br>er (give title                               | Othe   | Owner<br>r (specify   |
|--|--|------|------------------------------|----------|-------|--|---|--|--------------------|--------------------|---|---|-------------|--------|--|-----------------------------|---|--|---|
| (Last) (First) (Middle) THE TJX COMPANIES, INC. 770 COCHITUATE ROAD  |  |      |                              |          |       | 3. Date of Earliest Transaction (Month/Day/Year) 09/06/2012                |   |  |                    |                    |   |   |             |        | President  |                             |   |  |   |
| (Street) FRAMINGHAM MA 01701 (City) (State) (Zip)  |  |      |                              |          | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year)                   |   |  |                    |                    |   |   |             |        | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |                             |   |  |   |
|  |  | Tabl | e I - Nor                    | n-Deriva | ative | Se   | curitie   | s Acc  | uired,             | Dis                | posed o   | f, or   | Bene        | eficia | ally (   | Owne                        | ed  |  |   |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)  |  |      |                              |          |       | r) E   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |  |                    |                    | Disposed  | Securities Acquired (A)<br>sposed Of (D) (Instr. 3, 4 |             |        | 4 and See<br>Be<br>Ow  |                             | ount of<br>ities<br>icially<br>d Following                        | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |  |      |                              |          |       |  |   |  |                    | v                  | Amount  | (A<br>(D  | A) or<br>D) | Price  |  |                             | action(s)<br>3 and 4)   |  | (111511.4)  |
| Common Stock 09/06/2   |  |      |                              |          |       | 5/2012   |   |  |                    |                    | 25,020  | 0 D \$4   |             | \$46   | 5.28 409,178   |                             | D   |  |   |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |      |                              |          |       |  |   |  |                    |                    |   |   |             |        |  |                             |   |  |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | ative Conversion or Exercise (Month/Day/Year) Execution Date, if any (Month/Day/Year) Price of Derivative Security |      | n Date, Transact<br>Code (In |          |       |  |   | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |   | ount        | t      |  |                             | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |
|  |  |      | Code                         |          |       |  | Date Expirate Date  |  | Expiration<br>Date | Title Of<br>Shares |   | res   |             |        |  |                             |   |  |   |

**Explanation of Responses:** 

Remarks:

Mary B. Reynolds, by Power of Attorney dated February 20, 09/10/2012 2007

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.